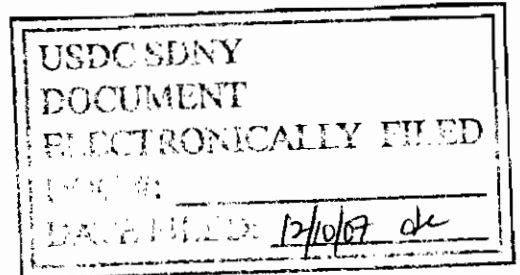


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WestLB AG, New York Branch

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**



IN RE:

ENRON CORP., *et al.*,

Debtors.

WESTLB AG, NEW YORK BRANCH,

Appellant,

vs.

TPS MCADAMS, LLC, and  
QUACHITA POWER, LLC,

Defendants.

Chapter 11

Case No. 01-16034 (AJG)

Jointly Administered

S.D.N.Y. No. 1:07-cv-7411-BSJ

**STIPULATION AND ORDER OF WITHDRAWAL OF  
NOTICE OF APPEAL AS AGAINST APPELLEE TPS MCADAMS, LLC**


Pursuant to Rule 8001(c)(2) of the Federal Rules of Bankruptcy Procedure,  
Appellant WestLB AG, New York Branch ("WestLB") and Appellee TPS McAdams,  
LLC ("McAdams") hereby agree that WestLB's Notice of Appeal to the United States  
District Court for the Southern District of New York, dated July 25, 2007 and filed on  
this Court's docket on August 21, 2007 [Docket No. 1], from the Order Granting

60035363\_1.DOC

Defendants' Motion to Dismiss the Amended Complaint, dated July 16, 2007, should be dismissed as against McAdams with prejudice.

Dated: New York, New York  
October 31, 2007


HUGHES HUBBARD & REED LLP

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Dated: New York, New York  
November 1, 2007

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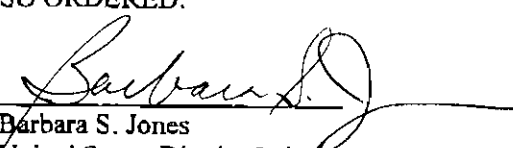
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Attorneys for Appellee TPS McAdams, LLC

Dated: New York, New York  
November 1, 2007

*December 6, 2007*

SO ORDERED:

  
Barbara S. Jones  
United States District Judge